

# THE FINANCIAL SERVICES ROUNDTABLE



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**RICHARD M. WHITING**  
EXECUTIVE DIRECTOR  
AND GENERAL COUNSEL

October 25, 2005

Communications Division  
Public Information Room, Mailstop 1-5  
Office of the Comptroller of the  
Currency  
250 E Street, S.W.  
Washington, DC 20219  
Attn: Docket number 04-12

Regulation Comments  
Chief Counsel's Office  
Office of Thrift Supervision  
1700 G Street, N.W.  
Washington, DC 20552  
Attn: No. 2004-27

Ms. Jennifer J. Johnson, Secretary  
Board of Governors of the Federal Reserve  
System  
20th Street and Constitution Ave., N.W.  
Washington, DC 20551  
Docket No. OP-1189  
Section

Robert E. Feldman  
Executive Secretary  
Federal Deposit Insurance Corporation  
550 17th Street, N.W.  
Washington, DC 20429  
Attn: Comments/Exec. Secretary

Jonathan G. Katz  
Securities and Exchange Commission  
450 5th Street, N.W.  
Washington, DC 20549  
File Number S7-22-04

Re: Proposed Interagency Statement on Sound Practices Regarding Complex Structured  
Finance Activities (69 Fed.Reg. 28980 (May 19, 2004))

Dear Sir or Madam:

On May 14, 2004, the Office of the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Office of Thrift Supervision, the Federal Deposit Insurance Corporation, and the Securities and Exchange Commission (collectively, the "Agencies") requested public comment on a proposed Interagency Statement on Sound Practices Concerning Complex Structured Finance Activities, 69 Fed.Reg. 28980 (the "Guidance").

The Agencies received a number of substantive comments articulating multiple, very significant concerns. In particular, The Financial Services Roundtable and other industry groups submitted comments requesting that the Agencies rethink the goals intended by, and the consequences and effects of, the Guidance.

We are confident that the Agencies have reflected carefully upon the issues raised in the comment process. At the same time, we are deeply concerned that, given the fundamental issues raised consistently by virtually all commenters, the Guidance could have serious unintended consequences if affected parties are not afforded the opportunity to address the revised Agency Guidance.

It is our understanding that in the intervening period since the closure of the comment period, Agency staff have worked diligently to understand the concerns expressed and to redirect the proposal appropriately. It is our further understanding that a draft final proposal is circulating among the Agencies for review prior to promulgation by the Agencies.

Given our understandings and based on the fundamental concerns expressed by financial institutions that will be subject to this Guidance, the Roundtable and its member companies respectfully petition the Agencies to publish the revised proposal for further comment prior to its promulgation. Such a comment period could be relatively short (30 days) in light of the significant work that has already occurred.

We greatly appreciate your consideration of this request and would be delighted to respond to any questions you may have.

Sincerely,

A handwritten signature in black ink that reads "Richard M. Whiting". The script is cursive and fluid.

Richard M. Whiting  
Executive Director & General Counsel